

A. J. Gardner

PROSPECTUS
OF
**The North Western Pacific Oil
Company, Limited**

(Incorporated in Canada under the Laws of the
Province of Alberta.)

CAPITAL \$750,000.

Divided into 750,000 Shares of \$1.00 Each.

There are now offered for subscription 50,000
Shares in the Capital Stock of the Company, payable
in cash on application or 50% on application, 25%
on allotment, 25% in 30 days after allotment.

DIRECTORS

James L. McKinney, President and Man. Director,
Railway Contractor.

James B. Paterson, Vice-President.
Retired Broker.

R. J. Strachan, Secretary-Treasurer,
Pres. R. J. Strachan Co., Ltd.

William Pickard, Retired Merchant.

John D. Stewart, Physician.

Herbert H. Moore, Civil and Mining Engineer.

Fred L. Haszard, Physician.

E. J. Hubbert, Pres. Natural Gas Appliance Co.

A. Y. Steeves, Hotel Proprietor.

A. G. Spooner, Merchant.

W. J. Metzger, Pres. Metzger Health Institute.

BANKERS

Royal Bank of Canada

SOLICITORS

Hannah, Stirton & Fisher

Cameron Block, Calgary

AUDITOR

Edmund Walker

CONSULTING ENGINEER

F. John Sur

FISCAL AGENTS

R. J. Strachan & Co., Ltd.

SECY.-TREAS. AND REGISTERED OFFICE

R. J. Strachan

706 Centre Street, Calgary

Not a Whist. Inc.

Prospectus

This Company was incorporated under the laws of the Province of Alberta, Canada, on the twenty-second day of May, A.D. 1914, for the objects set forth in its Memorandum of Association, including the acquiring and developing of oil properties.

Oil and Gas Rights belonging to the Company:

L.S. 6, Sec. 31, T. 19, R. 2, W. of 5th M.	40 acres
L.S. 14, Sec. 12, T. 20, R. 3, W. of 5th M.	40 acres
S. 20 acres of S.W. $\frac{1}{4}$, Sec 24, T. 20, R.	
3, W. of 5th M.	20 acres
N. 20 acres of S.W. $\frac{1}{4}$, Sec. 24, T. 20, R.	
3, W. of 5th M.	20 acres
S.E. $\frac{1}{4}$ Sec. 5, T. 13, R. 2, W. of 5th M.	160 acres
L.S. 10, Sec. 20, T. 17, R. 3, W. of 5th M.	40 acres
N.W. $\frac{1}{4}$ of Sec. 15, T. 17, R. 2, W. of 5th	
M.	160 acres
Sec. 24, T. 12, R. 1, W. of 5th M.	640 acres
L.S. 1 and 2, Sec. 6, T. 33, R. 6, W. of	
5th M.	80 acres
L.S. 15 and 16, Sec. 3, T. 31, R. 7, W. of	
5th M.	80 acres
L.S. 12 and 13, Sec. 22, T. 24, R. 5, W. of	
5th M.	80 acres
	<hr/>
	1360 acres

The Company has acquired the properties hereinbefore mentioned from the vendors thereof for 300,000 fully paid up shares, a moderate price in view of the extremely favorable locations. It is the main object of the company to develop the properties and make the same dividend-producing for the general body of shareholders. No cash is being paid by the Company for any of the properties.

The lease of L.S. 14, Sec. 12, T. 20, R. 3, West of 5th M., has been acquired for a rental of \$20 per annum and a royalty of 12½ per cent. of all oil and gas produced from the property. This will be the site of one of the first wells to be drilled. The Company also purposes the drilling of wells in the south 20 acres of the S.W. ¼ of Sec. 24, T. 20, R. 3, West of 5th M., and in L.S. 6, Sec. 31, T. 19, R. 3, West of 5th M.

At least two of these wells will be started as soon as the necessary equipment can be assembled on the properties. The above three properties are all in extremely close proximity to the famous Dingman Discovery Well, and have been emphatically endorsed by geological experts of wide experience.

Many of the other properties of the Company are located in the immediate neighborhood of wells now drilling by the most prominent companies, so that further development of any part of the field will react to the benefit and profit of the shareholders of this Company.

The qualification of a director is the holding in his own right of shares in the stock of the Company to the nominal value of not less than one hundred dollars, and each of the directors has subscribed for and agreed to take his qualification; each holds said shares in his own right as beneficial owner.

The Company has agreed to pay to the fiscal agents, Messrs. R. J. Strachan and Company, Ltd. (of which company Mr. R. J. Strachan, one of the directors, is president), a commission not exceeding 25% of the par value of shares for the sale of its stock.

The names and addresses of the vendors of the properties purchased by the Company are as follows:

James L. McKinney, Calgary, Railroad Contractor.

R. James Strachan, Calgary, Broker.

The remuneration of directors for their services shall be fixed by the Company in general meeting. The nominal subscription upon which the directors will proceed to allotment is \$2,500.

The estimated amount of the preliminary expenses is \$2,000, which will be paid by the Company and the full amount of this issue after payment thereof and of commission for the sale of its stock is to be utilized as working capital of the Company.

No portion of the proceeds of this issue is to be paid in respect of the acquisition of any of the properties of the company. No cash or other consideration is being paid to any promoter or director except as described herein.

The Company has entered into contracts dated as follows:

May 23rd, with the said James L. McKinney and R. James Strachan for the sale to the Company of the oil leases hereinbefore mentioned on the terms hereinbefore set out.

The above contracts together with the Memorandum and Articles of Association are open for inspection at the registered office of the Company at any reasonable time, and applicants for shares shall be deemed to have notice thereof. All applications for shares should be made to the Company, cheques to be made payable to the Company at par, at its registered office, Calgary, Alberta. A copy of the Memorandum of Association is printed herein and forms part of this Prospectus.

Dated at Calgary this 26th day of May, A. D.
1914.

Memorandum of Association
OF
The North Western Pacific Oil
Company, Limited

I. The name of the Company is The North Western Pacific Oil Company, Limited.

II. The registered offices of the Company will be situated at the City of Calgary in the Province of Alberta.

III. The objects for which the Company is established are:

(1) To purchase, take on lease or acquire by gift, grant or otherwise and to hold, own, control, sell, buy, traffic, and deal in petroleum and natural gas, timber, farming, ranching, grazing, oil, mineral and other lands, including lands believed to contain or be capable of producing petroleum wells, oil deposits, oil shales, vegetable oils, natural gas, coal, iron and other mineral and vegetable substances and products of all kinds, mineral or otherwise, and any estate or interest therein and the products thereof and all franchises, easements, drilling, developing, exploiting and other rights and privileges whatsoever pertaining or incident thereto.

(2) To carry on the business of drilling, extracting, pumping, drawing, mining, purifying, transporting and dealing in petroleum, natural gas and other minerals and mineral substances, and to establish, utilize and turn to account tanks, storage and pumping stations, drilling apparatus and outfits, pipe lines and other works and conveniences suitable for the purposes of the Company.

(3) To search for, drill, sink wells, crush, win, get, quarry, wash, smelt, calcine, refine, dress, amalgamate, manipulate and prepare for market and to buy, manufacture, export, import, sell and otherwise deal in oil, auriferous quartz and ore, bullion, specie, coin, coal, petroleum, patent fuel, iron stone, vegetable products and metals, vegetable and mineral substances of all kinds, and to engage in any business in which oil, gas and mineral and vegetable substances of whatsoever kind and nature are used or dealt with commercially in the crude or manufactured form and either alone or in conjunction with other forms or products and to undertake such other business, processes and operations as are usually carried on or in connection therewith or are naturally incidental thereto.

(4) To manufacture into marketable commodities or otherwise dispose of all residual by-products resulting from any manufacture in which the Company may be engaged.

(5) To purchase, take on lease or acquire by gift, grant or otherwise and to own, hold, control, settle, farm, cultivate, improve, develop, subdivide, lease, mortgage, exchange, sell, charter, hire or otherwise acquire and dispose of any real or personal property and any rights or privileges which the Company may think necessary or convenient and capable of being profitably dealt with in connection with any of the Company's property or rights for the time being, and in particular, mineral and other lands, buildings, mills, factories and manufactories of all kinds, stores, warehouses, boarding houses, elevators and

buildings of all kinds, fuel and lumber yards, patents, patent rights or rights of an analogous character, licenses, secret processes, trademarks, copyrights, engines, machinery, furnaces, foundries, workshops, sale and machine shops, rolling stock, plant, implements, derricks, drilling apparatus, tanks, storage and pumping stations, pipe lines, tools, patterns of all kinds, stock-in-trade, live stock, ice houses, smelters, reduction and concentration works, electric and hydraulic works, power plants, transmission lines, refrigerators, refrigerator and other cars, abattoirs, stock yards, siding, tracks, bridges, spurs, piers, wharves, steamship and other ships, terminal and shipping facilities and stations of all kinds, booms, timber slides, flumes, viaducts, reservoirs, dams, culverts, aqueducts, waterworks, gas and sewer systems, irrigation works, quarries, brick yards, lime kilns, cement works, coke ovens and such other works, buildings, plant, machinery, boilers, engines, apparatus, appliances and conveniences as may seem directly or indirectly to advance the interests of the Company, and to contribute to or otherwise assist and take part in the construction, equipment, improvement, working management, operation or control thereof and generally to construct, purchase or otherwise acquire, own, alter, lease, mortgage, sell, exchange or otherwise dispose of any property of the Company that may seem necessary or convenient for all or any of its purposes and any rights, estate or interest therein.

(6) To carry on any other business, whether manufacturing or otherwise, as may be permitted by law, which may seem to the Company capable of being conveniently carried on in connection with the above or calculated either directly or indirectly to enhance the value thereof or render more profitable any of the Company's property or rights.

(7) To sell, lease, let on hire, improve, work, manage, mortgage, dispose and develop the resources of and turn to account or otherwise deal with the lands, buildings, and rights for the time being of the Company in such manner as the Company may think fit, and also to build, construct, maintain, alter, work and remove any buildings, shops, fences, machinery and plant, necessary or convenient for the purposes of the Company, or to join with any person, firm or company in doing any of the things aforesaid, or to work, manage and control the same or join with others in doing so, and to grant licenses or use any inventions belonging to the Company.

(8) To develop the resources of and turn to account the lands, buildings and rights for the time being of the Company in such manner as the Company may think fit, and in particular by reclaiming, clearing, farming, ranching, cultivating, draining, irrigating, fencing planting or otherwise improving the same on any terms or systems that may be considered advisable and by establishing towns, villages and settlements.

(9) To lay out and subdivide the lands of the Company into town, suburban or other lots, parks, farms, farm and experimental plots of such area as may be thought fit, and to erect or cause to be erected thereon, houses, warehouses, farm buildings, barns, stables and buildings of any kind or description whatsoever.

(10) To aid, assist, encourage and promote emigration and immigration of persons, with the object of settling upon the lands of the Company as farmers, cultivators, miners, residents or tenants, and to colonize and settle the said lands, and for the purposes aforesaid to lend or grant such sum or sums of money as may seem necessary in the premises.

(11) To lend or advance money to such persons, corporations and others dealing with the Company or otherwise with or without security and upon such terms as the Company may think fit.

(12) To carry on business as miners, manufacturers, merchants, railway, building and general contractors, commission, insurance, land, general and financial agents, managers, brokers and capitalists, and to engage in any business or transaction in partnership or otherwise in connection with any person, partnership, corporation or company.

(13) To carry on the business of electricians, mechanical engineers and manufacturers and workers, dealers in electricity, gas, natural or otherwise, motive power, heat and light, and any business in which the application of electricity, gas or any power like or otherwise is or may be convenient, useful or ornamental and subject to any Provincial or Dominion laws in that behalf, to purchase, sell and deal in the same and to acquire and exercise such property, rights, privileges and easements as are necessary for the full exercise and enjoyment thereof.

(14) To construct, purchase, lease or otherwise acquire and maintain any transportation business and means of transportation required by the Company and its purposes and to operate the same by such means of motive power as the Company may possess, subject to and over such rights, lands or otherwise as the Company may be entitled to or possess.

(15) To enter into any arrangement with any Dominion, Provincial, Municipal, Civic, Local or other authorities that may seem conducive to the Company's objects or any of them, and to obtain from any such authority, rights, privileges or concessions which the Company may deem necessary to obtain and carry out, exercise and comply with any such arrangements, rights, privileges and concessions.

(16) To enter into partnership or any arrangement for sharing profits, union of interest, joint adventure, reciprocal concessions or co-operation with any corporation, authority, company or person carrying on or engaged in or about to carry on or engage in any business, operation or transaction which the Company is authorized to carry on or engage in or any business operation or transaction which may seem to the Company capable of being conducted so as directly or indirectly to benefit the Company and to take or otherwise acquire and hold shares or stocks in or securities of, and to subsidize, lend money to, or otherwise assist any such corporation, authority, company or person.

(17) To establish, form, promote, or assist in paying the cost of and incidental or preliminary to the formation or establishment of any company or undertaking formed with objects altogether or in part similar to the objects for which the Company is established, and with whom the Company may or may not amalgamate, and to make or concur or assist in making all payments and financial arrangements in relation thereto; to underwrite, subscribe for, purchase, hold, sell or dispose of shares, stock, obligations, bonds, debentures or securities in any such company, to guarantee or assist in the guarantee of the payment of any dividends or interest on the stocks, shares, debentures, obligations or securities of any such company, and to pay any brokerage, commissions, indemnities and legal and other expenses incidental thereto.

(18) To acquire the goodwill of any business and acquire or undertake the sale of all or any of the assets and liabilities of any such business and take over as a going concern the business in connection therewith.

(19) To purchase or otherwise acquire and undertake all or any part of the business, properties and liabilities of any person or company carrying on any business which the Company is authorized to carry on or possessed of any property suitable for the purposes of the Company and that for such consideration as the Company may think fit, and in particular for cash or shares, debentures, debenture stock or other securities of the Company.

(20) To purchase, underwrite, guarantee the principal and interest of, subscribe for or otherwise acquire and hold any vote upon the shares, debentures, debenture stock, bonds or obligations of any company or of any municipal, public or other authority in the Dominion of Canada or elsewhere and upon a distribution of assets or division of profits to distribute any such shares, stock, bonds or obligations amongst the members of this Company, in specie, and to promote any company or companies whether in the Dominion of Canada or elsewhere, for the purposes of its or their acquiring all or any of the property, assets, rights and liabilities of the Company or for any other purposes which may seem directly or indirectly calculated to benefit the Company and to pay all or any of the expenses in connection with such promotion.

(21) To establish and support or aid in the establishment and support of associations, institutions, or conveniences calculated to benefit employees or ex-employees of the Company, or the dependents or connections of such persons and to grant pensions and allowances and to make payments for effecting insurances, and to subscribe or guarantee money for charitable or benevolent objects, or for any exhibition or for any public, general or useful object.

(22) To sell the undertaking of the Company or any part thereof for such consideration as the Company may think fit, and in particular for shares, debentures, debenture stock or other securities of any other Company having objects altogether or in part similar to those of the Company.

(23) To consolidate or amalgamate with any other Company having objects similar in whole or in part to those of the Company.

(24) To raise and assist in raising money for and to aid by way of bonus, promise, endorsement, guarantee, or otherwise, any person or firm or corporation with which the Company may have business relations, and to act as employee, agent or manager of any such person, firm or corporation.

(25) To invest and deal with the moneys of the Company not immediately required in such manner as the Directors may from time to time determine.

(26) To apply for in the name of the Company or other corporation or person, promote, support, and obtain any Act of Parliament, charter, provisional or other order, commissions, grants from Government or authorization fee enabling the Company or any other corporation or person to carry into effect any of the objects of the Company or for effecting any modification of the Company's constitution, or for any other

purpose which may seem expedient, and to oppose any bills, orders, proceedings, or applications which may seem calculated directly or indirectly to prejudice the Company.

(27) To do all acts and things which may be necessary or desirable for the purpose of its business or otherwise and to keep a branch register of members and to establish Advisory Boards of the Company and to delegate to such Advisory Boards any authority, power or rights which the Company may deem advisable.

(28) To raise or borrow and secure the payment of money in such manner and on such terms as may seem expedient and in particular by the issue of debentures or debenture stock, whether perpetual or otherwise, and charged or not charged upon the whole or any part of the property of the Company (both present and future) including its uncalled capital and unpaid capital, or to transfer or convey the same absolutely or in trust and as incident thereto to confer powers of sale and other usual and necessary powers, and so that the trustees or any mortgage or trust deed for securing borrowed moneys may be an incorporated Company, and to redeem, purchase or pay off any such securities at a discount, at par or at a premium.

(29) To draw, make, accept, endorse, execute and issue promissory notes, bills of exchange, cheques, bills of sale, bills of lading, warehouse receipts, warrants, securities, under the Bank Act, debentures, mortgage and other negotiable or transferable instruments or securities of every nature and kind whatsoever.

(30) To pay all or any of the expenses incurred in connection with the formation, promotion, and incorporation of the Company, and to contract with any person, firm or company to pay the same and remunerate any person, firm or company for services rendered or to be rendered in placing, selling or guaranteeing any shares in the Company's capital or any debentures, debenture stock or other securities of the Company or in or about the formation or promotion of the Company or of any company promoted by the Company or the conduct of its business or for obtaining any option or options which the Company may exercise or for acting as trustee or trustees for holders of debentures or debenture stock of the Company, or of any company promoted by the Company.

(31) To pay for any lands, business, property, rights, privileges and concessions acquired or agreed to be acquired by the Company, and generally to satisfy any payments of or obligations of the Company by the issue of shares of this or any other company credited as fully or partly paid up, or of debentures or other securities of this or any other company credited as fully or partly paid up.

(32) To distribute in specie or otherwise, as may be resolved, any real or personal property or assets of the Company among its members, and in particular, the shares, debentures or other securities of any other company formed to take over the whole or any part of the assets or liabilities of the Company.

(33) To establish agencies and branches and to regulate and discontinue the same, and to procure the Company to be licensed, registered or otherwise recognized in any foreign country, and to designate any person therein as attorney or representative of the Company with power to represent the Company

in all matters according to the laws of such foreign country, and to accept service for and on behalf of the Company of any process or suit.

(34) To cancel or accept surrenders of any share or shares of any member or members for any reasons and on any terms and conditions and as and when the Directors in their absolute discretion think fit, with or without any continuing liability attached to such member or members to pay up any uncalled or unpaid capital in respect of such share or shares so surrendered.

(35) The business or purpose of the Company is from time to time to do any one or more of the acts and things herein set forth, either as principals, factors or agents, and generally to carry on any business, whether organized or otherwise, which may seem to the Company capable of being conveniently or profitably carried on in connection with above or calculated directly or indirectly to enhance the value and render profitable any of the properties or rights of the Company, and to do all and everything necessary, suitable and convenient or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated or incidental to the powers herein named or which shall appear at any time to be conducive or expedient for the protection or benefit of the Company, and it is hereby declared that in the interpretation of this clause the meaning of any of the objects of the Company shall not be restricted by reference or inference from any other object or the name of the Company, or by the juxtaposition of two or more objects, and that in event of any ambiguity, this clause shall be construed in such manner as to widen and not restrict the powers of the Company.

IV. The liability of the Company is limited.

V. The share capital of the Company is Seven Hundred and Fifty Thousand Dollars (\$750,000), divided into Seven Hundred and Fifty Thousand (750,000) shares of One Dollar (\$1.00) each, and the shares in the capital for the time being, whether original or increased, may be divided into several classes, with any preferential, qualified, deferred or specified rights, provisions, privileges, or conditions attached thereto, as the Company may from time to time by resolution determine, but so that the rights or privileges belonging to the holders of any shares which may in future be issued with a preference or other special rights shall not be affected, altered, modified or dealt with, except with such consent as is provided for by the Articles of Association of the Company for the time being; provided that nothing herein contained shall be deemed to confer upon the Company any powers to which the jurisdiction of the legislature of the Province of Alberta does not extend, and particularly shall not be deemed to confer the right to issue promissory notes in the nature of bank notes; and all the powers in the said Memorandum of Association contained shall be exercisable subject to the provisions of the laws in force in Alberta, and regulations made thereunder in respect of the matters therein referred to and especially with respect to the construction and operation of railways, telephone and telegraph lines, the business of insurance and any other business with respect to which special laws and regulations may now or may hereafter be put in force.

We, the several persons whose names and addresses are subscribed, are desirous of being formed into a Company in pur-

suance of the Memorandum of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

Names, Addresses and Description of Subscribers	No. of Shares Taken by Subscribers
William C. Fisher, Barrister-at Law, Calgary.	One
Ernest H. Hudson, Law Student, Calgary.	One
David M. Stirton, Barrister-at-Law, Calgary.	One

Witness to the above signatures:
Emmeline Vance.

Dated this 20th day of May A.D. 1914.

